

Minutes of a meeting of the Board of Directors of
SCL Elections Ltd ("the Company")
Company registration number 08256225

Present: JULIAN WHEATLAND
In attendance:

QUORUM

The Chairman reported that notice of the meeting had been given to all those persons entitled to receive the same and, with a quorum being present, he declared the meeting open.

The Chairman reported that the Company is or will be unlikely to be able to pay its debts (within the meaning of section 123 of the Insolvency Act 1986) and that the Board has been advised by Crowe Clark Whitehill LLP that an Administration under the Insolvency Act 1986 would be likely to achieve one of the required purposes prescribed by the Act. The Chairman explained that the purpose of the meeting was to consider the advice received and the action to be taken in light of the Company's continuing financial difficulties. The meeting carefully considered the financial position of the Company and the advice received and

RESOLVED THAT:

1. Having regard to its financial situation, the Company should be placed into administration.
2. Crowe Clark Whitehill LLP be instructed to take necessary steps on behalf of the Board of directors to assist in placing the Company into Administration.
3. Crowe Clark Whitehill LLP be instructed to appoint solicitors and counsel to assist them in taking steps to place the Company into Administration, if they consider it necessary and appropriate to do so, such costs to be payable as a pre-Administration cost.
4. Crowe Clark Whitehill LLP be paid their fees of £5,000 plus VAT for their advice to the Company and for assisting in placing the Company into administration.
5. Vincent John Green and Mark Newman of Crowe Clark Whitehill LLP be appointed as Joint Administrators of the Company.
6. Julian Wheatland be appointed as director of the Company.
7. Alexander Nix resignation as director of the Company be accepted.
8. Julian Wheatland be authorised by the Board of Directors to sign the requisite documents to place the Company into Administration and effect the appointment of the Administrator, including to instruct and appoint solicitors and counsel on behalf of the Company to assist him in taking steps to place the Company into Administration.

CLOSE

There being no further business, the Chairman declared the meeting closed at

